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April 3, 2007

BY CM/ECF AND HAND DELIVERY

The Honorable Joseph J. Farnan, Jr.
United States District Court
District of Delaware
844 King Street
Wilmington, DE 19801

Re: *The Plan Committee of Northwestern Corporation v. Northwestern Corporation, et al.*, Civil Action No. 06-00157-JJF; and *Ad Hoc Committee of Class 7 Debtholders v. Northwestern Corporation, et al.*, Civil Action No. 06-00158-JJF

Your Honor:

We would like to inform Your Honor that Magten Asset Management Corporation and the Law Debenture Trust Company of New York, appellees in the above-referenced civil actions, filed the enclosed Joint Notice of Appeal to the United States Court of Appeals for the Third Circuit, appealing from this Court's Memorandum Opinion and Final Order entered on March 6, 2007, reversing and remanding the February 2, 2006 Order of the Bankruptcy Court denying the Plan Committee's Motion In Aid of Consummation And Implementation Of The Plan For Order Authorizing And Directing Northwestern Corporation To Distribute Surplus Distributions [D.I. 21 & 22, Civil Action No. 06-00157; D.I. 12 & 13, Civil Action No. 06-00158].

Should Your Honor have any questions, we are available at the Court's convenience.

Respectfully submitted,

A handwritten signature in cursive script that reads "David W. Carickhoff, Jr." with a large, stylized "RB" monogram to the right.

David W. Carickhoff, Jr.
DE Bar No. 3715

Enclosure
DWC/pb

B L A N K



R O M E LLP
COUNSELORS AT LAW

The Honorable Joseph J. Farnan, Jr.
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cc: Clerk of Court (via hand delivery)
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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:

NORTHWESTERN CORPORATION,

Reorganized Debtor.

THE PLAN COMMITTEE OF
NORTHWESTERN CORPORATION,

Appellant,

v.

NORTHWESTERN CORPORATION, *et al.*,

Appellees.

AD HOC COMMITTEE OF CLASS 7
DEBTHOLDERS,

Appellant,

v.

NORTHWESTERN CORPORATION, *et al.*,

Appellees.

Chapter 11

Case No. 03-12872 (KJC)

Civil Action No. 06-00157 - JJF

Civil Action No. 06-00158 - JJF

**JOINT NOTICE OF APPEAL TO THE UNITED STATES COURT OF
APPEALS FOR THE THIRD CIRCUIT**

Magten Asset Management Corporation and Law Debenture Trust Company of New York, appellees in the above-captioned civil actions, appeal to the United States Court of Appeals for the Third Circuit from the Memorandum Opinion and Final Order of the United States District Court for the District of Delaware entered on March 6, 2007 [D.I. 21 & 22, Civil Action No. 06-00157; D.I. 12 & 13, Civil Action No. 06-00158], reversing and remanding the

February 2, 2006 Order of the Bankruptcy Court denying the Plan Committee's Motion In Aid of Consummation And Implementation Of The Plan For Order Authorizing And Directing Northwestern Corporation To Distribute Surplus Distributions.

Dated: April 3, 2007

BLANK ROME LLP

/s/ David W. Carickhoff, Jr.

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Counsel for Law Debenture Trust Company
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CERTIFICATE OF SERVICE

I hereby certify that on this 3rd day of April, 2007, I served by hand delivery and electronic filing the JOINT NOTICE OF APPEAL TO THE UNITED STATES COURT OF APPEALS FOR THE THIRD CIRCUIT, using CM/ECF which will send notification of such filing(s) to the following:

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I also certify that, on this 3rd day of April, 2007, I served the aforementioned document, by e-mail and Federal Express, upon the following participants:

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